

REPORT - PLANNING COMMISSION MEETING
June 9, 2005

Project Name and Number: Pacific Commons (PLN2005-00265)

Applicant: Sean Whiskeman, Catellus Development Corporation

Proposal: To consider Conceptual Site Plan Approval for Planning Area 4 within the Major Retail District of the Pacific Commons Development.

Recommended Action: Approve subject to recommendation

Location: A +/- 15-acre area bound on the north by Auto Mall Parkway; on the east by Boscell Road; on the west by the Fremont Auto Mall and on the south by an existing Industrial Facility.

Assessor Parcel Number(s): 525-1326-021-22

Area: Approximately 15 acres

Owner: Catellus Development Corporation

Agent of Applicant: Sean Whiskeman, Catellus Development Corporation

Consultant(s): Jason Victor, Ken Kay Associates, Kevin Weiss, JMH Weiss Engineering, Norman Sears, SGPA Architecture and Planning

Environmental Review: An EIR and Supplemental EIR ('SEIR') were previously approved for the Pacific Commons project. An Addendum to the SEIR was prepared and adopted for the Planned District Major Amendment (July 22, 2003) finding the project to be consistent with the original plan and environmental documents. The Conceptual Site Plan incorporates the approved Planned District Major Amendment.

Existing General Plan: IR-C-I – Restricted Industrial, Commercial Industrial Overlay

Existing Zoning: P-2000-214, Planned District, as amended by PLN2003-00166

Existing Land Use: Vacant

Public Hearing Notice: Public hearing notification is applicable. A total of 8 notices were mailed to owners and occupants of property within 300 feet of the site on the following streets: Auto Mall Parkway, Auto Mall Circle, and Boscell Road. The notices to owners and occupants were mailed on May 27, 2005. A Public Hearing Notice was delivered to The Argus on May 23, 2005 to be published by May 26, 2005.

Executive Summary: The Conceptual Site Plan submission filed by Catellus Development Corporation pertains to a 15 acre parcel of land located at the southwest corner of Auto Mall Parkway and Boscell Road within Pacific Commons Major Retail District. Specifically, the Concept Site Plan relates to Planning Area 4 and would allow for the development of approximately 171,460 square feet of new retail space. Currently there is approved/built a total of 608,880 square feet of retail space within this Pacific Commons Major Retail District. The Pacific Commons Planned District is unusual in that it includes specific goals, objectives and guidelines (Pacific Commons – Supplement B) for development within the entire Major Retail District, which must be achieved through the design of the various Planning Areas.

Additionally, the process for review and approval of developments within the Major Retail District is also quite unique and different from other processes within the City. Prior to development of any buildings within Planning Area 4 a Conceptual Site Plan is subject to review and approval by the Planning Commission. The Conceptual Site Plan is to include: building

envelopes, parking area layouts, vehicle circulation and connections, pedestrian circulation and connections, plaza area locations, open space, conceptual landscaping, conceptual gateway features, conceptual utilities and a traffic study (if necessary). After approval of the Conceptual Site Plan, a specific site plan will be submitted for staff review as a Preliminary Review Process application as per the process outlined in the Pacific Commons – Master Plan document. If the specific site plan does not materially depart from the Conceptual Site Plan, it may be approved by staff. If it does materially depart, it would be referred back to Planning Commission for review and approval. With respect to architecture, the buildings located at the Secondary Gateway at Auto Mall Parkway and Boscell Road, are subject to Planning Commission review and approval (per PLN2003-00166 Conditions of Approval). Architecture for all other buildings in Planning Area 4 will be subject to approval by Planning staff through a Preliminary Review Process application.

Background and Previous Actions: The Pacific Commons Development was originally approved in 1996 with a mixed-use industrial development and retail “power center” on approximately 840 acres. Due to a reduction of the developable land within the project and the changing market conditions since the 1996 approval, subsequent land use changes and approvals have occurred to try and respond to the changing market trends.

Most recently, on June 26, 2003, the Planning Commission recommended that City Council approve the Planned District Major Amendment (PLN2003-00166) to allow for the development of a major retail development on approximately 79 acres of land within the area commonly known as the Pacific Commons Development. The amendment specifically approved the following:

- Allow for the creation of a unique, pedestrian-oriented community retail shopping center at the east Activity Center in place of the previously envisioned hotel, office and retail uses (**Planning Area 1**);
- Relocate the Major Retail Area eastward from its current location to an approximately 40 acre area along Auto Mall Parkway between Christy Street and Boscell Road (**Planning Area 2 & 3**);
- Allow for the development of mixed retail, one to four-story Office/R&D buildings and Auto dealerships on the west side of Boscell Road from Auto Mall Parkway to Curie Street (**Planning Area 4**);
- Return Boscell Road to the alignment proposed through the 2000 approvals; and
- Extend Pacific Commons Boulevard from Curie Street to Auto Mall Parkway.
- Additionally, amendments to the Development Agreement between the City and Catellus which: (i) extend the completion date for Cushing Parkway; and (ii) limit drive-thru restaurants to two unique establishments.

On July 22, 2003, City Council took action to approve the Planned District Major Amendment application (PLN2003-00166) based upon the required findings and conditions of approval. The Guidelines and Standards relating to the amendment were inserted into a document entitled Supplement B – Pacific Commons Planned District Development Standards and Guidelines.

The Conceptual Site Plan is required to identify the overall strategy for the development of an entire Planning Area and the coordination of major site systems such as building orientation, vehicular circulation, parking, pedestrian connections, plaza area locations, conceptual landscaping and conceptual utility plan. The refinement and details of each of these site related issues will be reviewed and resolved through the Preliminary Development Review Process prior to submission to the Development Organization for review and issuance of a building permit.

Project Description: The proposed Conceptual Site Plan affects approximately 15 of the 300 acres of the Pacific Commons Master Planned Development, (refer to attached maps). The specific Conceptual Site Plan for Planning Area 4 would allow the following allow for the development of a major retail center of approximately 171,460 square feet on a 15 acre parcel being composed of primarily mid-sized retailers located along the western edge of the site and two small retailers positioned at the intersection of Auto Mall parkway and Boscell Road.

Project Analysis:

General Plan Conformance: The existing General Plan land use designation for the project site is Restricted Industrial, with a Commercial-Industrial Overlay (IR-C-I). The Commercial-Industrial overlay as described in the General Plan recognizes that land with convenient freeway access presents a special opportunity for retailers with a regional customer base (Policy LU 7.0). The type of retailers allowed include hardware stores, general merchandise stores, apparel and

accessory stores, home furnishings, and eating and drinking places. The following General Plan Goals, Objectives and Policies are applicable to the proposed project:

- *Fundamental Goal F-8* related to *providing diversity of shopping opportunities and to encourage commerce and industry*. The proposed project would bring new stores to the City and provide additional shopping opportunities to Fremont residents and those who work in the existing and proposed Industrial Planning Area.
- *Policy LU 3.2* related to the *allowed use of Restricted Industrial areas, which includes larger-scale regional retail uses with convenient freeway access, where they are compatible with the purpose of the industrial area*. The proposed retail uses would fit the definition of a larger-scale, regional use.
- *Policy LU 3.3* related to *allowing large-scale regional retail uses that can be served by the existing or planned roadway infrastructure and would not have a significant adverse impact on existing industrial uses in regard to parking requirements, traffic volume, and other conflicts in operation*. Impacts of the proposed project on the roadway infrastructure and other systems have been discussed in the various environmental documents and staff has determined that the traffic mitigations required in the 1996 and 2000 SEIR's will be sufficient to handle traffic generated by the proposed developments.
- *Policy LE 1.1.1 and 2.1.1* relating to *attracting new commercial and industrial businesses both in terms of providing a variety of jobs and generating revenues to the City*. Jobs offered by these stores would require different types of employee skills than many high-tech jobs and thereby would broaden the spectrum of jobs available in the City. The *Retail Market Assessment Downtown Retail Strategy Study* – September 2002, prepared by Thomas Consultants Development Strategies, for the City identified a significant retail sales outflow from Fremont to surrounding municipalities. The proposed Major Retail District would reduce some of this outward flow of spending to adjacent Cities.
- *Policy LE 3.6.1* related to *providing retail and commercial service areas in individual areas to serve industrial employers and employees*. The proposal would provide shopping opportunities for the daytime population in the Industrial Planning Area. This will provide an additional amenity for nearby employees and may reduce the number of trips or the length of trips for people working in the area.

Zoning Regulations: The site is zoned Planned District, P-2000-214. The Planned District provisions were modified by a Planned District Major Amendment (PLN2003-00166), which allows for the development of a community shopping center, major retail area and various other land uses. The proposed retail development also satisfies the following requirements of the commercial/industrial overlay district: the use occupies at least fifty thousand square feet or is located in a shopping center with a total leasable area of one hundred and fifty thousand square feet; the use is oriented to the regional market; convenient access from the freeway is available; the proposed use would be compatible with existing and proposed uses and would not impede future industrial development. The project meets the size criteria, is oriented to the regional market and has convenient access to the freeway.

The proposed building envelopes comply with the required setbacks as set forth in Supplement B and P-2000-214. The balance of the zoning review will be completed through the Preliminary Review Process with the submission of more detailed plans.

Building Envelopes & Parking Layout: The site is approximately 15-acres in size and is located south of Auto Mall Parkway, west of Boscell Road, east of the Fremont Auto Mall and north of a 50,000 square foot industrial facility. The site has been organized to create an architectural presence along at the intersection of Auto Mall Parkway and Boscell Road with smaller scale buildings addressing the street, and with the larger retailer located beyond with service areas adjacent to the existing Fremont Auto Mall. The buildings near the corner of Auto Mall Parkway and Boscell Road will work in concert with the adjacent Secondary Gateway Feature and associated architecture to help reinforce this as a main entry into Pacific Commons. The building adjacent to the Curie Street access into the site has been strategically located to help define and frame this secondary access into the site. A total of 731 parking spaces are being proposed, primarily located adjacent to the Boscell Road frontage. The number of parking spaces being proposed is a requirement of the future tenants and exceeds the Municipal Code requirements. All of the parking areas will be broken-up into smaller components through the use of pedestrian connections, bio-swales and landscaping.

Open Space, Plaza Areas and Pedestrian Connections: The Pacific Commons Major Retail District is to be a unique, pedestrian-oriented retail experience, where the pedestrian is greeted by the fabric of a continuous landscaped

promenade linking together the entire variety of retail offerings. This pedestrian promenade starts at the Primary Gateway Feature (Christy Street and Auto Mall Parkway) and continues through the various Planning Areas until it terminates in Planning Area 4 near the Secondary Gateway Feature. At specific locations along the pedestrian promenade and plaza areas will be embellished with distinctive paving patterns, and a variety of pedestrian amenities such as benches, planters, pedestrian scale lighting, landscaping and art elements. Various other pedestrian connections/walkways are also identified on the plans, from the main accesses into the site and through the parking fields to provide safe pedestrian movement. In order to provide safe, distinct pedestrian crossings and to break-up the large asphalt parking areas, different paving treatment will be used at crosswalks. The main open space element within Planning Area 4 is the Secondary Gateway Feature near the intersection of Auto Mall Parkway and Boscell Road. However, other elements such as the plaza areas in front of certain stores, pedestrian connections through the parking area and the bio-swaes also form part of the overall open space allocation.

Conceptual Landscaping:

Landscaping and pedestrian open space can be characterized by three types: standard parking lot landscaping, and pedestrian promenade/plaza.

The project meets the minimum standards for parking lot landscape design with large canopy trees evenly distributed throughout the parking fields. The applicant has chosen to locate many of the required parking lot trees in the bioswaes. This causes the bioswaes to be somewhat wider than is typical to make sure the trees are located out of the intermittent wet bottom of the swale but still no closer than three feet from adjacent planter curbs and paving. Adjacent to buildings and on main drive aisles the applicant is proposing flowering trees to highlight these areas of the parking lots.

The Secondary Gateway Feature is consistent with the Supplement B design guidelines. In Planning Area 4, the promenade is articulated with planters and small plaza spaces that are designed to provide a varied and dynamic pedestrian experience along the storefronts. Pedestrian scale lighting, benches and other furnishings will further enhance the plaza spaces. The Promenades are aligned in such a manner to encourage pedestrian traffic between Planning Areas by connecting to key street crossings and by directing pedestrian traffic along small and medium sized stores.

Vehicular Circulation and Connections and Parking Layout:

The primary goal for the circulation system of the Pacific Commons Master Plan is the hierarchy of vehicular and pedestrian circulation. The Major Retail District utilizes a grid of streets which will provide an efficient structural framework that will allow land uses within its internal parcels to evolve over time. The perimeter pedestrian/bicycle loop trail will be maintained along Automall Parkway and Christy Street. All public streets will have sidewalks and bicycle lanes. Transit stop locations will be incorporated within the roadway system. Per the City of Fremont standards and policies, all driveways shall be the modified Type "E" driveway with a minimum radius of 16' and maximum radius of 20'. The primary access to Planning Area 4 will be from Boscell Road (4 access points).

The use of speed tables (raised crosswalks) and different paving material at the crosswalks will provide for pedestrian friendly access throughout the parking lots.

Preliminary Review Process (next step): After approval of the Conceptual Site Plans by the Commission, a specific site plan will be submitted for staff review and approval as a Preliminary Review Process application as outlined in the Pacific Commons Master Plan Document. If the specific site plan does not materially depart from the Conceptual Site Plan, it may be approved by staff. If it does materially depart, it would be referred for Planning Commission review and approval. Outlined below are the components of the Preliminary Review Process Application, which must be submitted and approved prior to proceeding to the Development Organization (building permit submittal stage):

- Illustrative landscape plan for the entire project area formatted at a scale to fit (1) 30" x 42" sheet indicating tree planting layout, specie selection and planted size at installation. Illustrative plan shall also identify key representative areas of typical landscape treatments (i.e. planting at plazas, pedestrian islands, perimeter planting, parking lot islands, etc.) that shall be described in more detail. These detailed landscape planting plans shall be a minimum scale of 1" = 30'0" and include the name of all plant materials and the size of the plant material at the time of planting.

- Site furniture, (e.g., benches, light standards including parking lot lighting, trash receptacle, newspaper stands etc.), including color and manufacture's catalogue cut. All site furniture, signing and lighting within the Major Retail Area shall conform to Pacific Commons Master Plan 2000, Planned District Standards and Guidelines – Supplement A.
- Concept plan and elevations drawings of any special plaza areas, including but not limited to plaza features such as fountains, tables, seating, umbrellas, landscaping, trellises, surface patterns, colors and materials.
- Parking lot design features (e.g., surface finishes, colors, patterns, pedestrian path features).
- A site plan identifying pedestrian circulation and auto and truck circulation.
- Identification of gateway features.
- Elevation drawings showing all proposed building elevations, including materials and colors to be used on each elevation.
- Preliminary grading and drainage plan.
- Preliminary sanitary sewer and water utilities plan.
- The architecture for the buildings will also be submitted through the process as described above, staff level approval is required for all buildings with the exception of the two building at the intersection of Auto Mall Parkway and Boscell Road which require a different process as Planning Commission approval is required for these buildings.

Urban Runoff Clean Water Program: The applicant will be required to conform to the City's Urban Runoff Clean Water Program requirements and the Regional Water Quality Control Board's permit for Pacific Commons (Regional Board Waste Discharge Requirements Order Number 99-061). The parking lot design, loadings docks and service areas, trash enclosures/recycling areas will have to be designed per the Interim Stormwater Management Plan for the Pacific Commons Business Park, as approved by the RWQCB.

Applicable Fees:

Development Impact Fees: This project will be subject Development Impact Fees. These fees are set forth in the Development Agreement.

Waste Management: This project involves commercial and retail construction and shall be subject to the provisions of the California Integrated Waste Management Act of 1989 (AB939). The Act requires that 50% of the waste generated in the City of Fremont be diverted from landfill sites by the year 2000. Additionally, the project is subject to the City's Source Reduction and Recycling Element (1992), an Integrated Waste Management Ordinance (1995), and a Commercial/Industrial Recycling Plan (1997). These documents require that any new project for which a building permit application is submitted to include adequate, accessible, and convenient areas for collecting and loading trash and recyclable materials. Any trash/recycling enclosure for the project shall be designed in a manner to be architecturally compatible with nearby structures and with the existing topography and vegetation in accordance with such standards. Prior to construction, the applicant will need to submit a Project Waste Handling Plan for managing all expected construction and demolition debris to the Environmental Services Division. After completing construction, the contractor will be required to submit a Post-Project Waster Disposal & Diversion Report to the Environmental Services Division.

Environmental Analysis: An EIR and Supplemental EIR were previously approved for the Pacific commons project. An Addendum was adopted for the Planned District major Amendment finding the project to be consistent with the original plan and environmental documents. A traffic study for this particular component of the overall project was deemed unnecessary as the EIR sets for the needed improvements. These Conceptual Site plans implement the Planned District Major Amendment. No further environmental review is required.

Response from Agencies and Organizations: No responses have been received.

Enclosures: Exhibit "A" Planning Area 4 – Title Sheet (T1), Site Context Plan (T2), Conceptual Site Plan For Planning Area 4 (A1), Open Space & Pedestrian Plan (L1), Conceptual Landscape Plan (L2), Conceptual Tree Plan (L2), Conceptual Landscape Description (L4), Preliminary Utility Plan C-1 & C-2.

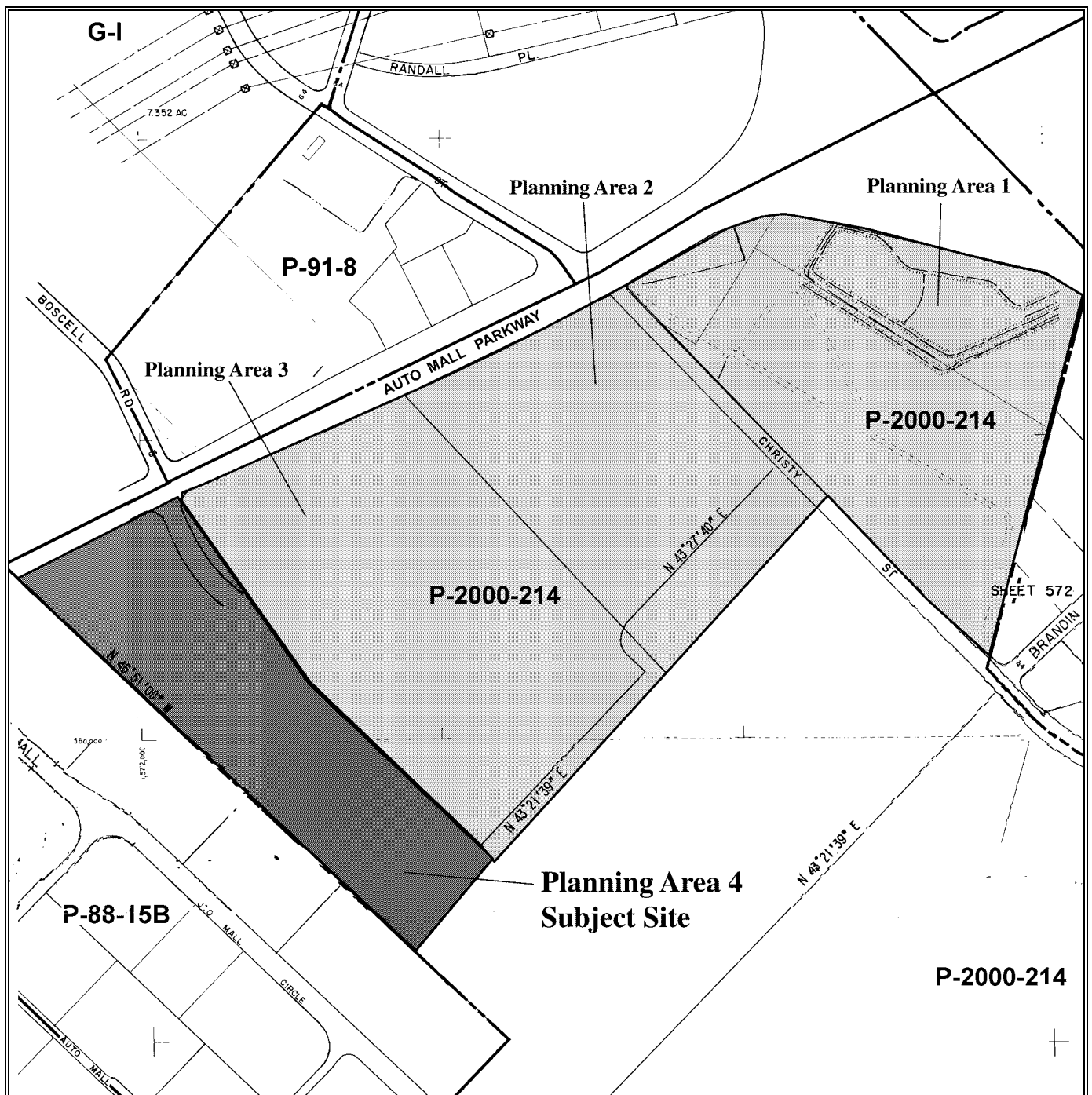
Informational Addendum to the Supplemental EIR for Pacific Commons, adopted by City Council on July 22, 2003.

Exhibits: Exhibit "A" Planning Area 4 – Title Sheet (T1), Site Context Plan (T2), Conceptual Site Plan For Planning Area 4 (A1), Open Space & Pedestrian Plan (L1), Conceptual Landscape Plan (L2), Conceptual Tree Plan (L2), Conceptual Landscape Description (L4), Preliminary Utility Plan C-1 & C-2.

Recommended Actions:

1. Hold public hearing.
2. Find that the EIR and Supplemental EIR previously approved for the Pacific Commons project, and the Addendum adopted for the Planned District Major Amendment are consistent with the Conceptual Site Plans which implement the Planned District Major Amendment and that no further environmental review is required.
3. Find PLN2005-00265 is in conformance with the relevant provisions contained in the City's existing General Plan. These provisions include the designation, goals and policies set forth in the General Plan's Land Use and Local Economy Chapters as enumerated within the staff report.
4. Find PLN2005-00265 is in conformance with the relevant provisions contained in Pacific Commons Planned District Development Standards and Guidelines Supplement "B". These provisions include the coordination of the major site systems such as building orientation, vehicular and pedestrian circulation, parking layout, open space, plaza area locations, conceptual landscaping, and conceptual utility locations.
5. Approve PLN2005-00265 for Planning Area 4 as shown on Exhibit "A".

Existing Zoning
Shaded Area represents the Project Site



Existing General Plan

